

**LINOWES  
AND BLOCHER LLP**  
ATTORNEYS AT LAW

May 20, 2003

Todd D. Brown  
301.961-5218  
tbrown@linowes-law.com

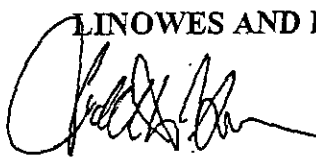
Ms. Wynn E. Witthans  
Maryland-National Capital  
Park and Planning Commission  
8787 Georgia Avenue  
Silver Spring, Maryland 20910

Re: Site Plan Review 8-02014 (Clarksburg Town Center)

Dear Wynn:

Enclosed on behalf of the Applicant, Terrabrook Clarksburg L.L.C., is a revised draft Site Plan Enforcement Agreement for Phase II of the Clarksburg Town Center. The Agreement has been modified consistent with our recent telephone conversation and should be acceptable at this point for signature. We have also enclosed a copy of the draft Agreement that has been marked to show these changes. Please let me know if the Agreement is acceptable and we will make arrangements for it to be signed by Terrabrook and returned to you for final execution.

Thank you for your continued assistance with this matter. If you have any questions, please contact me.

**LINOWES AND BLOCHER LLP**  
  
Todd D. Brown

TDB:cp  
Enclosures

cc: Ms. Tracy Graves  
Stephen Z. Kaufman, Esquire

#331470 v1

**LINOWES**  
**AND BLOCHER LLP**  
ATTORNEYS AT LAW

June 19, 2003

**Todd D. Brown**  
301.961.5218  
tbrown@linowes-law.com

Ms. Tracy Z. Graves  
Residential/Sales & Marketing Manager  
Terrabrook  
1 Discovery Square  
12010 Sunset Hills Road  
Reston, Virginia 20190

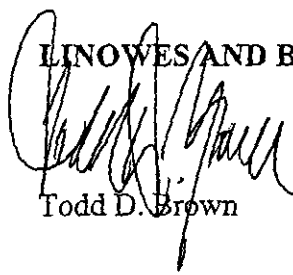
Re: Clarksburg Town Center – Site Plan Enforcement Agreement

Dear Ms. Graves:

Following our meeting with Planning Commission Staff on June 18, I met with Wynn Witthans to discuss the revised Site Plan Enforcement Agreement for Phase II of the Town Center project. We transmitted this draft to Wynn by cover letter dated May 20, 2003. At the meeting Wynn indicated she wanted Mary Pat Wilson of Montgomery County Public Schools to review the revised draft. However, in the absence of any comments from Mary Pat, Wynn is satisfied with the Agreement.

To speed the final approval process along, we have enclosed for execution by you on behalf of Terrabrook Clarksburg LLC what we hope will be the final Agreement for Phase II. The enclosed document is identical to that transmitted to Wynn on May 20. In the event Mary Pat has any comments, we can substitute pages if necessary. Accordingly, please sign the enclosed Agreement and return the original to me. Upon receipt, I will forward same to Wynn for final approval. In the interim, if we hear anything from Mary Pat, I will contact you.

Very truly yours,

  
**LINOWES AND BLOCHER LLP**

Todd D. Brown

TDB:cp  
Enclosure

cc: Stephen Z. Kaufman, Esquire

#334409 v1

**LINOWES**  
**AND BLOCHER LLP**  
ATTORNEYS AT LAW

June 27, 2003

Todd D. Brown  
301.961-5218  
tbrown@linowes-law.com

*TC Tracy 10/20/03  
check w/ Wynn on 10.15.03 from Wynn  
check w/ Wynn on 10.15.03 from Wynn  
change reference to 10/15/03*

Ms. Wynn E. Witthans  
Maryland-National Capital  
Park and Planning Commission  
8787 Georgia Avenue  
Silver Spring, Maryland 20910

Re: Site Plan Review No. 8-02014 (Clarksburg Town Center) - Phase II

Dear Wynn:

Enclosed pursuant to our June 26, 2003 telephone conversation is the final Site Plan Enforcement Agreement for the Clarksburg Town Center. The enclosed Agreement has been signed by Tracy Graves on behalf of Terrabrook. As discussed, former Exhibit B-1 has been replaced with the Planning Board's opinion approving the Site Plan to eliminate any inconsistent language that may have appeared in prior drafts. The remainder of the Agreement is unchanged. Please contact us once the Planning Board's designee has signed the Agreement, and we will make arrangements to pick up same from your offices.

Thank you very much for your continued assistance with this matter. If you have any questions, please do not hesitate to call.

**LINOWES AND BLOCHER LLP**

  
Todd D. Brown

TDB:cp  
Enclosure

cc: Ms. Tracy Graves  
Stephen Z. Kaufman, Esquire

#335348 v1

*TC Daniel O'Brien 8/25/03  
School/Conf/Tracy's work, includes  
as a part of presentation  
S.S. 5.5.03  
TC Tang - 10/6/03  
He will speak w/ Mary H.  
issue - reference in  
App. A to Park/School  
Agreements*

## **Patterson, Cindy R. - CRP**

---

**From:** Patterson, Cindy R. - CRP on behalf of Brown, Todd D. - TDB  
**Sent:** Friday, December 12, 2003 5:05 PM  
**To:** 'tariq.elbaba@mncppc-mc.org'  
**Subject:** FW: Clarksburg Town Center

-----Original Message-----

**From:** Patterson, Cindy R. - CRP **On Behalf Of** Brown, Todd D. - TDB  
**Sent:** Friday, October 31, 2003 3:46 PM  
**To:** 'tariq.elbaba@mncppc-mc.org'; 'wynn.witthans@mncppc-mc.org'  
**Cc:** 'jim.richmond@terrabrook.com'  
**Subject:** Clarksburg Town Center

Tariq and Wynn:

Attached is a redlined copy of revised page B-3 of the Site Plan Enforcement Agreement for Phase II of the Clarksburg Town Center. New Paragraphs 4 and 5 have been added to reference the agreements with MCPS and the Development District. A clean copy of revised page B-3 is also attached. If the suggested language in Paragraphs 4 and 5 are acceptable, please substitute the attached page B-3 for page B-3 of the Site Plan Enforcement Agreement which has been signed by the Applicant and which Tariq has reviewed. Thank you.

Todd D. Brown  
301.961.5149  
tbrown@linowes-law.com



Redline Page B-3 of  
Clarksburg...



Page B-3 of  
Clarksburg SPEA.DO...

Cindy Patterson  
Linowes and Blocher LLP  
7200 Wisconsin Avenue  
Suite 800  
Bethesda, MD 20814  
(301) 961-5184  
(301) 654-0504 (main)  
(301) 654-2801 (fax)  
[www.linowes-law.com](http://www.linowes-law.com)

For a complete listing of new phone numbers and e-mail addresses, go to [www.linowes-law.com](http://www.linowes-law.com).

## Brown, Todd D. - TDB

---

**From:** Brown, Todd D. - TDB  
**Sent:** Monday, February 09, 2004 9:23 AM  
**To:** 'jrichmond@newlandcommunities.com'  
**Subject:** Clarksburg Site Plan Enforcement Agreement

Jim, attached is a revised version of the Site Plan Enforcement Agreement that contains the latest request from Wynn which is to include as paragraphs 4 and 5 of the Development Program (Exhibit B to the Agreement) the verbatim text of Preliminary Plan conditions 6 and 7. Please let me know if this is ok to transmit to MNCPPC for final approval. Tracy had previously signed the agreement, so we would propose substituting the revised pages. Thanks you.



Clarksburg - Site Plan  
Enforce...

*Wynn. Withams@MNCPPC - MC.06*

~~Patterson, Cindy R. - CRP~~

---

**From:** Patterson, Cindy R. - CRP on behalf of Brown, Todd D. - TDB  
**Sent:** Friday, March 12, 2004 2:39 PM  
**To:** 'wynn.withans@mncppc-mc.org'  
**Subject:** Clarksburg Site Plan Enforcement Agreement

Wynn,

Attached is the revised draft of the Site Plan Enforcement Agreement for your review.

Todd D. Brown  
301.961.5218  
tbrown@linowes-law.com



Clarksburg - Site Plan  
Enforce...

**Brown, Todd D. - TDB**

---

**From:** El-Baba, Tariq [Tariq.El-Baba@mncppc-mc.org]  
**Sent:** Monday, September 20, 2004 1:09 PM  
**To:** Brown, Todd D. - TDB  
**Subject:** Clarksburg Town Center SPEA

Todd:

One item I require is a copy of the fully executed Land Exchange Agreement. I have not yet received a copy of that agreement—Doug Powell has been trying to locate a copy for me, apparently without success. I need a copy of that document before I can forward the SPEA for final execution, pursuant to the preliminary plan conditions. The packet I received earlier this month from the School Board did not include a copy of that document. Please forward one to my attention.

Also, I have attached a copy of the last version of the SPEA that you issued to us that incorporates my final redline comments that address concerns the School Board had with the language. Please confirm the change is acceptable.

Following receipt/confirmation of the above items I will forward the SPEA for execution. Thank you.

**Tariq A. El-Baba**  
**Associate General Counsel**  
The Maryland-National Capital  
Park and Planning Commission  
8787 Georgia Avenue  
Suite 205  
Silver Spring, MD 20910  
tel: (301) 495-4646  
fax: (301) 495-2173

This electronic message is intended only for the use of the addressee(s) named above and may contain legally privileged and/or confidential information. If you believe you received this e-mail in error, please notify the sender immediately, delete the e-mail from your computer and do not copy or disclose it to anyone else. If you properly received this e-mail as a Commission employee, you should maintain its contents in confidence in order to preserve the attorney-client or work product privilege that may be available to protect confidentiality.

9/20/04

**Brown, Todd D. - TDB**

---

**From:** Brown, Todd D. - TDB  
**Sent:** Wednesday, September 22, 2004 2:33 PM  
**To:** 'El-Baba, Tariq'  
**Subject:** RE: Clarksburg Town Center SPEA

Tariq, I have a copy of the signed Land Exchange Agreement and will forward to you . The language you suggest on revised page B-3 to the SPEA is acceptable. Please insert the language into the signed agreement and forward the entire agreement to Charlie (?) for signature. Thanks very much. I will overnight the Land Exchange Agreement. Please let me know when the site plan enforcement agreement has been signed.

-----Original Message-----

**From:** El-Baba, Tariq [mailto:Tariq.El-Baba@mncppc-mc.org]  
**Sent:** Monday, September 20, 2004 1:09 PM  
**To:** Brown, Todd D. - TDB  
**Subject:** Clarksburg Town Center SPEA

Todd:

One item I require is a copy of the fully executed Land Exchange Agreement. I have not yet received a copy of that agreement--Doug Powell has been trying to locate a copy for me, apparently without success. I need a copy of that document before I can forward the SPEA for final execution, pursuant to the preliminary plan conditions. The packet I received earlier this month from the School Board did not include a copy of that document. Please forward one to my attention.

Also, I have attached a copy of the last version of the SPEA that you issued to us that incorporates my final redline comments that address concerns the School Board had with the language. Please confirm the change is acceptable.

Following receipt/confirmation of the above items I will forward the SPEA for execution. Thank you.

**Tariq A. El-Baba**  
**Associate General Counsel**  
The Maryland-National Capital  
Park and Planning Commission  
8787 Georgia Avenue  
Suite 205  
Silver Spring, MD 20910  
tel: (301) 495-4646  
fax: (301) 495-2173

This electronic message is intended only for the use of the addressee(s) named above and may contain legally privileged and/or confidential information. If you believe you received this e-mail in error, please notify the sender immediately, delete the e-mail from your computer and do not copy or disclose it to anyone else. If you properly received this e-mail as a Commission employee, you should maintain its contents in confidence in order to preserve the attorney-client or work product privilege that may be available to protect confidentiality.



**LINOWES  
AND BLOCHER LLP**  
ATTORNEYS AT LAW

September 22, 2004

Todd D. Brown  
301.961.5218  
tbrown@linowes-law.com

**By Overnight Delivery**

Tariq El'Baba, Esq.  
Maryland-National Capital Park  
and Planning Commission  
8787 Georgia Avenue  
Silver Spring, Maryland 20910

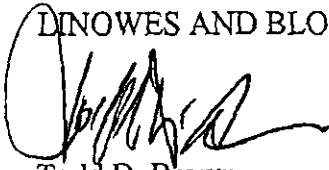
Re: Clarksburg Town Center - Site Plan Enforcement Agreement (Site Plan No. 8-02014)

Dear Tariq:

Enclosed per your request is a copy of the executed Land Exchange Agreement by and among the Board of Education of Montgomery County, the Maryland-National Capital Park and Planning Commission and Terrabrook Clarksburg LLC. Also enclosed is a copy of the executed Construction and Grading Easement Agreement by the same parties. The Land Exchange Agreement is dated June 16, 2004. The Construction and Grading Easement Agreement is dated June 28, 2004. Lastly, the changes to page B-3 of the Site Plan Enforcement Agreement transmitted to me by email on September 20, 2004 (copy attached) are acceptable. Accordingly, we believe the Site Plan Enforcement Agreement can now be signed by the Planning Board designee.

Thank you for your continued assistance with this matter. Please provide me with a copy of the fully-executed Site Plan Enforcement Agreement once it becomes available.

Sincerely,

LINOWES AND BLOCHER LLP  
  
Todd D. Brown

*TC Rebbie @ legal 10/3/04  
at approval meeting.  
10/13  
10/13*

TDB:cp  
Enclosures

cc: Ms. Kim Ambrose

#382926 v1

**Brown, Todd D. - TDB**

---

**From:** El-Baba, Tariq [Tariq.El-Baba@mncppc-mc.org]

**Sent:** Thursday, October 14, 2004 11:23 AM

**To:** Brown, Todd D. - TDB

**Cc:** Witthans, Wynn

**Subject:** RE: Clarksburg Town Center SPEA

Todd:

Per our telephone conversations earlier today, I have made the deletion to the language of condition no. 5 of the SPEA Development Program. Redlined and clean versions of the revised document are attached for your review and records.

I will substitute the amended pages for the superseded ones in the previously submitted signed SPEA and will forward the agreement today for Commission execution. Rick Hawthorne, Acting Chief, Development Review Division will sign for the Planning Board; and, as I understand the process, the documents will be then be forwarded to Wayne Cornelius.

You should contact Wayne from this point forward to verify the status. Thank you.

**Tariq A. El-Baba**

**Associate General Counsel**

The Maryland-National Capital

Park and Planning Commission

8787 Georgia Avenue

Suite 205

Silver Spring, MD 20910

tel: (301) 495-4646

fax: (301) 495-2173

This electronic message is intended only for the use of the addressee(s) named above and may contain legally privileged and/or confidential information. If you believe you received this e-mail in error, please notify the sender immediately, delete the e-mail from your computer and do not copy or disclose it to anyone else. If you properly received this e-mail as a Commission employee, you should maintain its contents in confidence in order to preserve the attorney-client or work product privilege that may be available to protect confidentiality.

-----Original Message-----

**From:** Brown, Todd D. - TDB [mailto:tbrown@linowes-law.com]

**Sent:** Wednesday, September 22, 2004 2:33 PM

**To:** El-Baba, Tariq

**Subject:** RE: Clarksburg Town Center SPEA

Tariq, I have a copy of the signed Land Exchange Agreement and will forward to you . The language you suggest on revised page B-3 to the SPEA is acceptable. Please insert the language into the signed agreement and forward the entire agreement to Charlie (?) for signature. Thanks very much. I will overnight the Land Exchange Agreement. Please let me know when the site plan enforcement agreement has been signed.

-----Original Message-----

**From:** El-Baba, Tariq [mailto:Tariq.El-Baba@mncppc-mc.org]

**Sent:** Monday, September 20, 2004 1:09 PM

**To:** Brown, Todd D. - TDB

**Subject:** Clarksburg Town Center SPEA

10/14/04

Todd:

One item I require is a copy of the fully executed Land Exchange Agreement. I have not yet received a copy of that agreement—Doug Powell has been trying to locate a copy for me, apparently without success. I need a copy of that document before I can forward the SPEA for final execution, pursuant to the preliminary plan conditions. The packet I received earlier this month from the School Board did not include a copy of that document. Please forward one to my attention.

Also, I have attached a copy of the last version of the SPEA that you issued to us that incorporates my final redline comments that address concerns the School Board had with the language. Please confirm the change is acceptable.

Following receipt/confirmation of the above items I will forward the SPEA for execution. Thank you.

**Tariq A. El-Baba**  
**Associate General Counsel**  
The Maryland-National Capital  
Park and Planning Commission  
8787 Georgia Avenue  
Suite 205  
Silver Spring, MD 20910  
tel: (301) 495-4646  
fax: (301) 495-2173

This electronic message is intended only for the use of the addressee(s) named above and may contain legally privileged and/or confidential information. If you believe you received this e-mail in error, please notify the sender immediately, delete the e-mail from your computer and do not copy or disclose it to anyone else. If you properly received this e-mail as a Commission employee, you should maintain its contents in confidence in order to preserve the attorney-client or work product privilege that may be available to protect confidentiality.